

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

VOYAGER DIGITAL HOLDINGS, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)

) Case No. 22-10943 (MEW)
)

) (Jointly Administered)
)

) **Related Docket Nos. 995, 1289, 1291, 1293,**
) **1295, 1297, 1298, 1299, 1304, 1305, 1307,**
) **1308, 1309, 1325, 1333, 1341, 1346, and**
) **1356**

**ORDER GRANTING INTERIM APPLICATIONS
FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED**

Upon consideration of each application (each an “Application” and collectively, the “Applications”) [Docket Nos. 995, 1289, 1291, 1293, 1295, 1297, 1298, 1299, 1304, 1305, 1307, 1308, 1309, 1325, 1333, 1341, 1346, and 1356] of the professionals (the “Professionals”) listed on **Schedule A** and **Schedule B** hereto, pursuant to sections 327, 328, 330, and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), seeking allowance of interim compensation for professional services rendered and reimbursement of actual and necessary expenses incurred during the period as indicated on **Schedule A** for each applicant (the “Fee Period”), in connection therewith; and due and proper notice having been provided pursuant to Bankruptcy Rules 2002(a)(6) and (c)(2); and the Court having reviewed the *Final Report of Lori Lapin Jones, Esq., Independent Fee Examiner, on Interim Applications for Compensation and Reimbursement of*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Debtors’ principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

Expenses of Retained Professionals [Docket No. 1425]; and the Court having jurisdiction to consider the Applications and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Applications and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the record of all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor; it is:

1. ORDERED that the Applications are granted to the extent set forth on **Schedule A** and **Schedule B** hereto.

2. ORDERED that upon entry of this Order, the Debtors are directed and authorized to remit payment to each of the Professionals in the amounts set forth on **Schedule A** and **Schedule B** hereto less all amounts previously paid on account of such fees and expenses.

3. ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

New York, New York
Dated: June 14, 2023

s/Michael E. Wiles

THE HONORABLE MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE

CURRENT INTERIM FEE PERIOD**Case No:** 22-10943 (MEW)**Schedule A****Case Name:** In re Voyager Digital Holdings, Inc., *et al.*

(1) Applicant [Fee Period]	(2) Date/Document Number of Application	(3) Interim Fees Requested on Application	(4) Fees Allowed ¹	(5) Fees to be Paid for Current Fee Period	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid	(8) Interim Expenses Requested	(9) Expenses to be Paid for Current Fee Period
Debtor Professionals								
Deloitte Tax LLP [8/1/22-11/30/22]	2/13/2023 [Docket No. 995]	\$867,517.00	\$840,007.00	\$672,005.60	\$0.00	\$672,005.60	\$0.00	\$0.00
ArentFox Schiff LLP [11/10/22-2/28/23]	4/13/2023 [Docket No. 1289]	\$229,416.00	\$216,975.00	\$173,580.00	\$0.00	\$173,580.00	\$93.50	\$93.50
Paul Hastings LLP [7/5/22-10/31/22]	4/14/2023 [Docket No. 1293]	\$1,333,197.50	\$1,317,516.55	\$1,054,013.24	\$0.00	\$1,054,013.24	\$9,651.89	\$7,851.89
Katten Muchin Rosenman LLP [11/11/22-2/28/23]	4/14/2023 [Docket No.1295]	\$815,130.50	\$794,167.00	\$635,333.60	\$0.00	\$635,333.60	\$9,936.50	\$9,936.50
Quinn Emanuel Urquhart & Sullivan, LLP [11/1/22-2/28/23]	4/14/2023 [Docket No. 1297]	\$580,788.45	\$557,476.65	\$445,981.32	\$0.00	\$445,981.32	\$3,322.65	\$3,308.71
Berkeley Research Group, LLC [11/1/22-2/28/23]	4/14/2023 [Docket No. 1304]	\$4,917,378.00	\$4,757,593.75	\$3,806,075.00	\$0.00	\$3,806,075.00	\$26,853.95	\$25,999.66
Kirkland & Ellis LLP [11/1/22-2/28/23]	4/14/2023 [Docket No. 1308]	\$8,539,709.50	\$8,405,358.25	\$6,724,286.60	\$0.00	\$6,724,286.60	\$100,083.69	\$93,632.97

¹ Two pending interim fee applications were not reviewed by the Fee Examiner: the second interim fee application of Moelis & Company LLC (review of which is excepted under the charge of the Fee Examiner); and the second interim fee application of Stretto, Inc. All other fees allowed reflect the amounts as detailed in the final report of the Fee Examiner, filed at Docket No. 1425.

(1) Applicant [Fee Period]	(2) Date/Document Number of Application	(3) Interim Fees Requested on Application	(4) Fees Allowed ¹	(5) Fees to be Paid for Current Fee Period	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid	(8) Interim Expenses Requested	(9) Expenses to be Paid for Current Fee Period
Moelis & Company LLC [11/1/22-2/28/23]	4/21/2023 [Docket No. 1325]	\$800,000.00	\$800,000.00	\$640,000.00	\$0.00	\$640,000.00	\$25,531.09	\$21,488.89
Stretto, Inc. [11/1/22-2/28/23]	4/21/2023 [Docket No. 1333]	\$145,224.48	\$145,224.48	\$116,179.58	\$0.00	\$116,179.58	\$0.00	\$0.00
Potter Anderson & Corroon LLP [11/30/22-2/28/23]	4/24/2023 [Docket No. 1341]	\$141,701.50	\$141,701.50	\$113,361.20	\$0.00	\$113,361.20	\$35.00	\$35.00
Deloitte Tax LLP [12/1/22-3/31/23]	4/25/2023 [Docket No. 1346]	\$478,046.00	\$465,675.63	\$372,540.50	\$0.00	\$372,540.50	\$0.00	\$0.00
Paul Hastings LLP [11/1/22-2/28/23]	4/27/2023 [Docket No. 1356]	\$1,143,583.40	\$1,035,049.18	\$828,039.34	\$0.00	\$828,039.34	\$8,143.16	\$8,143.16
Official Committee of Unsecured Creditors Professionals								
FTI Consulting, Inc. [11/1/22-2/28/23]	4/14/2023 [Docket No. 1291]	\$2,471,323.85	\$2,426,604.15	\$1,941,283.32	\$0.00	\$1,941,283.32	\$4,793.29	\$4,733.29
Harney Westwood & Riegels LP [11/1/22-2/28/23]	4/14/2023 Docket No. 1298]	\$25,120.00	\$24,515.00	\$19,612.00	\$0.00	\$19,612.00	\$0.00	\$0.00
Cassels Brock & Blackwell LLP [11/1/22-2/28/23]	4/14/2023 Docket No. 1299]	\$46,487.18	\$46,409.27	\$37,127.42	\$0.00	\$37,127.42	\$428.81	\$358.81
M3 Advisory Partners LP [1/4/23-2/28/23]	4/14/2023 [Docket No. 1305]	\$305,671.00	\$301,921.00	\$241,536.80	\$0.00	\$241,536.80	\$168.10	\$168.10
McDermott Will & Emery LLP [11/1/22-2/28/23]	4/14/2023 [Docket No. 1307]	\$5,676,302.50	\$5,575,401.70	\$4,460,321.36	\$0.00	\$4,460,321.36	\$104,318.90	\$104,318.90
Epiq Corporate Restructuring LLC [11/1/22-2/28/23]	4/14/2023 [Docket No. 1309]	\$20,092.90	\$19,642.90	\$15,714.32	\$0.00	\$15,714.32	\$52,856.12	\$52,856.12

INTERIM FEE APPLICATION TOTALS**Case No:** 22-10943 (MEW)**Schedule B****Case Name:** In re Voyager Digital Holdings, Inc., *et al.*

(1) Applicant [Fee Period]	(2) Total Fees Requested	(3) Total Fees Paid	(4) Total Expenses Requested	(5) Total Expenses Paid
Debtor Professionals				
Deloitte Tax LLP [8/1/22-11/30/22]	\$867,517.00	\$672,005.60	\$0.00	\$0.00
ArentFox Schiff LLP [11/10/22-2/28/23]	\$229,416.00	\$173,580.00	\$93.50	\$93.50
Paul Hastings LLP [7/5/22-10/31/22]	\$1,333,197.50	\$1,054,013.24	\$9,651.89	\$7,851.89
Katten Muchin Rosenman LLP [11/11/22-2/28/23]	\$815,130.50	\$635,333.60	\$9,936.50	\$9,936.50
Quinn Emanuel Urquhart & Sullivan, LLP [11/1/22-2/28/23]	\$580,788.45	\$445,981.32	\$3,322.65	\$3,308.71
Berkeley Research Group, LLC [11/1/22-2/28/23]	\$4,917,378.00	\$3,806,075.00	\$26,853.95	\$25,999.66
Kirkland & Ellis LLP [11/1/22-2/28/23]	\$8,539,709.50	\$6,724,286.60	\$100,083.69	\$93,632.97
Moelis & Company LLC [11/1/22-2/28/23]	\$800,000.00	\$640,000.00	\$25,531.09	\$21,488.89
Stretto, Inc. [11/1/22-2/28/23]	\$145,224.48	\$116,179.58	\$0.00	\$0.00
Potter Anderson & Corroon LLP [11/30/22-2/28/23]	\$141,701.50	\$113,361.20	\$35.00	\$35.00
Deloitte Tax LLP [12/1/22-3/31/23]	\$478,046.00	\$372,540.50	\$0.00	\$0.00
Paul Hastings LLP [11/1/22-2/28/23]	\$1,143,583.40	\$828,039.34	\$8,143.16	\$8,143.16

DATE ON WHICH ORDER WAS SIGNED: 6/14/2023INITIALS: MEW USBJ

(1) Applicant [Fee Period]	(2) Total Fees Requested	(3) Total Fees Paid	(4) Total Expenses Requested	(5) Total Expenses Paid
Official Committee of Unsecured Creditors Professionals				
FTI Consulting, Inc. [11/1/22-2/28/23]	\$2,471,323.85	\$1,941,283.32	\$4,793.29	\$4,733.29
Harney Westwood & Riegels LP [11/1/22-2/28/23]	\$25,120.00	\$19,612.00	\$0.00	\$0.00
Cassels Brock & Blackwell LLP [11/1/22-2/28/23]	\$46,487.18	\$37,127.42	\$428.81	\$358.81
M3 Advisory Partners LP [1/4/23-2/28/23]	\$305,671.00	\$241,536.80	\$168.10	\$168.10
McDermott Will & Emery LLP [11/1/22-2/28/23]	\$5,676,302.50	\$4,460,321.36	\$104,318.90	\$104,318.90
Epiq Corporate Restructuring LLC [11/1/22-2/28/23]	\$20,092.90	\$15,714.32	\$52,856.12	\$52,856.12